

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI  
SOUTHERN DIVISION

In re:	)	
	)	
MISSISSIPPI PHOSPHATES	)	
CORPORATION, <i>et al.</i> <sup>1</sup>	)	CASE NO. 14-51667-KMS
	)	Chapter 11
	)	
	)	(Joint Administration Requested)
Debtors	)	
	)	

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NOTICE OF MOTION OF DEBTORS, PURSUANT TO BANKRUPTCY CODE SECTIONS 105(A), 363, 365, 503, AND 507, AND BANKRUPTCY RULES 2002, 3007, 6004, 6006, 9007, AND 9014 FOR ENTRY OF: (I) ORDER (A) APPROVING SALES AND BIDDING PROCEDURES IN CONNECTION WITH SALE OF ASSETS OF THE DEBTORS, (B) APPROVING FORM AND MANNER OF NOTICE, (C) SCHEDULING AUCTION AND SALE HEARING, (D) AUTHORIZING PROCEDURES GOVERNING ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES, AND (E) GRANTING RELATED RELIEF; AND (II) ORDER (A) APPROVING PURCHASE AGREEMENT, (B) AUTHORIZING SALE FREE AND CLEAR OF ALL LIENS, CLAIMS, ENCUMBRANCES, AND OTHER INTERESTS, AND (C) GRANTING RELATED RELIEF  
[Dkt. # 155]

PLEASE TAKE NOTICE that Mississippi Phosphates Corporation, *et al.*, the Debtors and debtors-in-possession herein ("**Debtors**"), in these jointly administered chapter 11 cases, has filed with the United States Bankruptcy Court the Motion of Debtors, pursuant to Bankruptcy Code Sections 105(a), 363, 365, 503, and 507, and Bankruptcy Rules 2002, 3007, 6004, 6006, 9007, and 9014 for Entry of: (I) Order (A) Approving Sales and Bidding Procedures in Connection with Sale of Assets of the Debtors, (B) Approving Form and Manner of Notice, (C) Scheduling Auction and Sale Hearing, (D) Authorizing Procedures Governing Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (E) Granting Related Relief; and (II) Order (A) Approving Purchase Agreement, (B) Authorizing Sale Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, and (C) Granting Related Relief of the Debtors to Employ Butler Snow LLP as Their Bankruptcy Counsel and Disclosure of Compensation (the "**Motion**") [Dkt. #155]. This Notice, as well as a copy of the Motion, which is attached hereto as Exhibit "A," is being sent to all parties listed on the matrix for this case maintained by the clerk of the Bankruptcy Court, a copy of which is attached hereto as Exhibit "B".

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<sup>1</sup> The following affiliated Debtors have requested joint administration herein: Mississippi Phosphates Corporation ("**MPC**"), Ammonia Tank Subsidiary, Inc. ("**ATS**") and Sulfuric Acid Tanks Subsidiary, Inc. ("**SATS**").

**NOTICE IS FURTHER GIVEN** that any objection or other response to the Motion must be in writing and must be (i) filed with the Clerk of Court for the United States Bankruptcy Court, Southern District of Mississippi, 2012 15<sup>th</sup> Street, Suite 244, Gulfport, MS 39501, and (ii) served upon the Debtors' attorney, Stephen W. Rosenblatt, Butler Snow LLP, Post Office Box 6010, Ridgeland, MS 39158-6010, on or before Monday, December 8, 2014.

**NOTICE IS FURTHER GIVEN** that in the event no written objection or other responsive pleading is timely filed, the Court may consider and rule upon the Motion *ex parte*.

THIS, the 17th day of November, 2014.

Respectfully submitted,

By: s/Stephen W. Rosenblatt  
STEPHEN W. ROSENBLATT  
ONE OF THE ATTORNEYS FOR DEBTORS

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